

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION**

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| IN RE: NATIONAL PRESCRIPTION OPIATE LITIGATION |) | MDL 2804 |
| |) | Case No. 1:17-md-2804 |
| THIS DOCUMENT RELATES TO: |) | Judge Dan Aaron Polster |
| <i>All Cases Relating to Endo International, plc And Its Affiliates</i> |) | |

**ORDER TO ESTABLISH TAFT X PROFESSIONALS FEE FUND AND ENDO PUBLIC
OPIOID POLITICAL SUBDIVISION COSTS AND FEES FUND AS QUALIFIED
SETTLEMENT FUNDS AND APPOINT TRUSTEE AND QSF ADMINISTRATOR**

Endo International, plc and its affiliates (“Endo”) submitted its Fourth Amended Joint Chapter 11 Plan Of Reorganization of Endo International plc and its Affiliated Debtors (as modified, amended, or supplemented from time to time, the “Endo Plan”) in Case No. 22-22549, in the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”), which was confirmed by the Bankruptcy Court on March 22, 2024. Two of the Trusts established by the Endo Plan, the Endo Public Opioid Trust and the Tribal Abatement Fund Trust X (“TAFT X”), call for David R. Cohen to administer professional fee and cost funds under the supervision of this Court and in a manner consistent with his administration of other professional fee and cost funds subject to the supervision of this Court, and consistent with the requirements of section 468B of the Internal Revenue Code of 1986, as amended, and Treasury Regulation Sections 1.468B-1, *et seq.* (the “QSF” requirements). More specifically, the Endo Plan requires that the TAFT X Professionals Fee Fund and the Endo Public Opioid Political Subdivision Costs and Fees Fund be administered by Mr. Cohen as QSFs.

The TAFT X Professionals Fee Funds and the Endo Public Opioid Political Subdivision Costs and Fees Fund (together, the “Funds” or “QSFs”) shall be structured and operated in a

manner so that they qualify as “qualified settlement funds” as described in Treasury Regulations Section 1.468B-1, and shall remain subject to the continuing jurisdiction of this Court.

The Court appoints David R. Cohen (the “QSF Administrator”) to serve as Trustee and Administrator of these QSFs for purposes of Treasury Regulations Section 1.468B-2(k)(3) and for purposes of performing the roles ascribed to him by the TAFT X Trust Agreement and the Endo Public Opioid Trust Agreement. The QSF Administrator shall be responsible for making any necessary tax filings and payments of taxes, estimated taxes, and associated interest and penalties, if any, related to these QSFs. The QSF Administrator shall be responsible for responding to any questions from, or audits regarding, such taxes by the Internal Revenue Service or any state or local tax authority, as well as questions from the Department of Labor.

The QSF Administrator shall also be responsible for complying with all tax information reporting and withholding requirements with respect to payments made by these QSFs, as well as paying any associated interest and penalties. All such tax, interest, and penalty payments and all expenses and costs incurred in connection with taxation of these QSFs (including, without limitation, expenses of tax attorneys and accountants) shall be paid from the TAFT X Professionals Fee Fund and the Endo Public Opioid Political Subdivision Costs and Fees Fund, as applicable, and shall be considered administrative costs of the Funds.

With respect to work undertaken by the QSF Administrator prior to the fulfillment of the conditions precedent of the Endo Plan confirmation, such costs shall be paid from interest generated by the Funds, or from the Funds.

No bond shall be required. The Funds shall be held under this Court’s ongoing jurisdiction at Huntington Bank, or at another financial institution selected by the Trustee/QSF Administrator in his discretion and approved by the Court. All amounts deposited in the Funds shall be invested

conservatively in a manner designed to assure timely availability of funds, protection of principal, and avoidance of concentration risk. The services and expenses (including, without limitation, with respect to work undertaken prior to the Effective Date of the Endo Plan) of the Trustee/QSF Administrator, and any advisors, consultants, vendors or other agents he determines to be necessary and appropriate to conduct and complete his work, shall be paid or reimbursed first, from the interest earned by the Funds and then, if necessary, from the principal of the Funds.

The QSF Administrator will obtain a Federal Taxpayer Identification Number for each of the Funds, and the QSF Administrator will also take such other actions he determines to be necessary and appropriate in connection with the establishment of the Funds, including the creation of a trusts to serve as the legal entity that operates and administers the Funds. The QSF Administrator shall be authorized, upon final distribution of all monies paid into the Funds, to take appropriate steps to wind down the Funds and thereafter be discharged from any further responsibility with respect to the Funds.

Therefore, consistent with the foregoing and with the terms of the Endo Plan (including, without limitation, the TAFT X Trust Agreement and the Endo Public Opioid Trust Agreement), the Court hereby Orders as follows:

1. In accordance with the terms of the Endo Plan and upon the Effective Date thereof, the TAFT X Professionals Fee Fund is established as a Qualified Settlement Fund within the meaning of Section 1.468B-1 et seq. of the Treasury Regulations promulgated under Section 468B of the Internal Revenue Code of 1986, as amended, and David R. Cohen is appointed as Trustee and QSF Administrator of such TAFT X Professionals Fee Fund;

2. In accordance with the terms of the Endo Plan and upon the Effective Date thereof, the Endo Public Opioid Political Subdivision Costs and Fees Fund is established as a Qualified Settlement Fund within the meaning of Section 1.468B-1 et seq. of the Treasury Regulations promulgated under Section 468B of the Internal Revenue Code of 1986, as amended, and David R. Cohen is appointed as Trustee and QSF Administrator of such Endo Public Opioid Political Subdivision Costs and Fees Fund; and
3. The Court will have continuing jurisdiction over the TAFT X Professionals Fee Fund and the Endo Public Opioid Political Subdivision Costs and Fees Fund in accordance with Treasury Regulation Section 1.468B-1(c)(1).

This Court will enter such further Orders as may be necessary and appropriate regarding all of the matters addressed herein.

IT IS SO ORDERED.

/s/ Dan Aaron Polster
DAN AARON POLSTER
UNITED STATES DISTRICT JUDGE

Dated: April 10, 2024

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